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Attorney Docket No. PAY00-004

COMBINED DECLARATION AND POWER OF ATTORNEY

As a below-named inventor, I hereby declare that:

My residence, post office address and citizenship are as stated below by my name;

I believe I am the original, first and sole inventor, if only one name is listed below, or an original, first and joint inventor if multiple names are listed below, of the subject matter which is claimed and for which a patent is sought on the invention entitled:

SYSTEM AND METHOD FOR THIRD-PARTY PAYMENT PROCESSING

for which a patent application:

is attached hereto.

was filed in the United States on July 10, 2001 as Application No. 09/901,962;
 with amendment(s) filed on _____ (*if applicable*).

I hereby state that I have reviewed and understand the contents of the application identified above, including the claims, as amended by any amendment referred to above.

I acknowledge the duty to disclose information known to me to be material to the examination of this application in accordance with Title 37, Code of Federal Regulations, §1.56, which states in relevant part:

Each individual associated with the filing and prosecution of a patent application has a duty of candor and good faith in dealing with the Office, which includes a duty to disclose to the Office all information known to that individual to be material to patentability as defined in this section.... The duty to disclose all information known to be material to patentability is deemed to be satisfied if all information known to be material to patentability of any claim issued in a patent was cited by the Office or submitted to the Office....

I hereby claim foreign priority benefits under Title 35, United States Code, §119(a)-(d), of any foreign application(s) for patent or inventor's certificate as indicated below and have also identified below any foreign application for patent or inventor's certificate on this invention having a filing date before that of the application on which priority is claimed:

EARLIEST FOREIGN APPLICATION(S), IF ANY, FILED PRIOR TO THE FILING DATE OF THE APPLICATION			
APPLICATION NUMBER	COUNTRY	DATE OF FILING (Day, Month, Year)	PRIORITY CLAIMED
			YES <input type="checkbox"/> NO <input type="checkbox"/>

I hereby claim the benefit under Title 35, United States Code, §119(e), of any United States provisional application(s) listed below:

PROVISIONAL APPLICATION NUMBER	DATE OF FILING
60/217,291	July 11, 2000
60/217,342	July 11, 2000

I hereby claim the benefit under Title 35, United States Code, §120, of any United States application(s) listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States application in the manner provided by the first paragraph of Title 35, United States Code, §112, I acknowledge the duty to disclose information that is material to patentability as defined in Title 37, Code of Federal Regulations, §1.56, which became available between the filing date of the prior application and the national or PCT international filing date of this application:

APPLICATION NUMBER	DATE OF FILING	STATUS		
		PATENTED	PENDING	ABANDONED

Attorney Docket No. PAY00-004

I hereby appoint Daniel E. Vaughan (Reg. No. 42,199), A. Richard Park (Reg. No. 41,241), Hoyt Fleming (Reg. No. 41,752) and Edward Grundler, (Reg. No. 47,615) to prosecute this application and transact all business in the Patent and Trademark Office connected therewith, and to file, prosecute and transact all business in connection with international applications directed to said invention.

Address correspondence to:

Park, Vaughan & Fleming LLP
702 Marshall Street, Suite 310
Redwood City, CA 94063



22200
PATENT TRADEMARK OFFICE

Direct telephone calls to:

Daniel Vaughan
(650) 474-1973

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Title 18, United States Code, §1001, and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

1	Name and Citizenship	David Sacks	United States
	Residence Address	350 Curtner Avenue, # 17, Palo Alto, CA 94306	
	Postal Address (<i>if different from Residence</i>)	Same as Residence	
	Signature and Date	<i>David Sacks</i>	Date <i>8/2/01</i>
2	Name and Citizenship		
	Residence Address		
	Postal Address (<i>if different from Residence</i>)		
	Signature and Date		
3	Name and Citizenship		
	Residence Address		
	Postal Address (<i>if different from Residence</i>)		
	Signature and Date		
4	Name and Citizenship		
	Residence Address		
	Postal Address (<i>if different from Residence</i>)		
	Signature and Date		

Additional inventor name(s) and signature(s) attached?: YES NO



IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re Application of)
Sacks) Group Art Unit: *Unassigned*
Application No.: 09/901,962) Examiner: *Unassigned*
Filing Date: July 10, 2001)
For: **SYSTEM AND METHOD**)
FOR THIRD PARTY)
PAYMENT PROCESSING)

**POWER OF ATTORNEY BY ASSIGNEE
TO EXCLUSION OF INVENTOR UNDER 37 C.F.R. § 3.71
WITH REVOCATION OF PRIOR POWERS**

Commissioner for Patents
Washington, D.C. 20231

Dear Sir:

The undersigned ASSIGNEE of the entire interest in the above-identified application for letters patent hereby appoints A. Richard Park, (Registration No. 41,241), Daniel E. Vaughan, (Registration No. 42,199), Hoyt Fleming (Registration No. 41,752), and Edward Grundler, (Registration No. 47,615) of PARK, VAUGHAN & FLEMING LLP, to prosecute this application and transact all business in the United States Patent and Trademark Office in connection therewith and hereby revokes all prior powers of attorney; said appointment to be to the exclusion of the inventors and the inventors' attorneys in accordance with the provisions of 37 C.F.R. § 3.71.

The following evidentiary documents establish a chain of title from the original owner to the Assignee:

- X a copy of an Assignment attached hereto, which Assignment has been (or is herewith) forwarded to the Patent and Trademark Office for recording; or

____ the Assignment recorded on _____ at reel _____, frames _____ - _____.

Pursuant to 37 C.F.R. § 3.73(b) the undersigned Assignee hereby states that evidentiary documents have been reviewed and hereby certifies that, to the best of ASSIGNEE's knowledge and belief, title is in the identified ASSIGNEE.

Direct all telephone calls and correspondence to:

Daniel E. Vaughan
Park, Vaughan & Fleming LLP
702 Marshall Street
Suite 310
Redwood City, CA 94063
(650) 474-1973

ASSIGNEE: PayPal, Inc.

Signature: John Muller

Name: John Muller

Title: General Counsel

Date: August 2, 2001